

MARVEL

240

BENDIS
BAZALDUA
PICHELLI
MARTIN
PONSOR

BENDIS' FAREWELL TO MILES

SPIDER-MAN





SPIDER-MAN

High schooler Miles Morales was bitten by a stolen, genetically altered spider, which granted him incredible arachnid-like powers. He used his abilities to become the super hero SPIDER-MAN.

But just when Miles and his parents began wondering what comes next--if he should make his own identity--his personal life crashed into his heroic one. Aaron Davis, Miles' uncle he believed to be dead, returned as the Iron Spider and led a team of villains to steal a hi-tech Helicarrier and sell it to Lucia Von Bardas, aspiring ruler of Latveria. Aaron's team included Bombshell, who forced her daughter, Miles' friend Lana, to participate.

Miles asked the Champions for help saving his friend from her mother and his uncle from himself. On board the flying Helicarrier high above Latveria, Miles and Aaron clashed... until gunfire from the Latverian military forced them over the edge.

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WITH MATT MILLA & PETER PANTAZIS (FOR J-PO)

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JOE QUESADA
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ALAN FINE
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Spider-Man Created by **STAN LEE AND STEVE DITKO**

BEEPS.

UGH... UGH...

BEEPS
WAKE
ME UP.

THEN THE UNMISTAKABLE
SOUND OF MY MOM'S
FRANTIC WHISPERING.

"FRANTIC
WHISPERING."

FOR YEARS I
THOUGHT SHE
INVENTED IT.

SO,
OKAY,
YES.

I'M GOING
TO AUTHORIZE
THE HOSPITAL TO
LET YOU SEE HIS
RECORDS.

THANK YOU,
SANJAY.

NO,
REALLY--

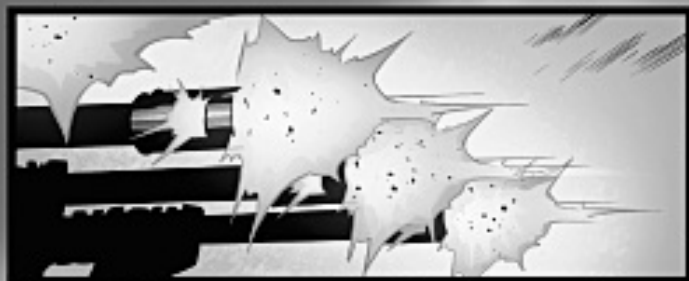
I KEEP MY EYES CLOSED
FOR JUST--JUST A SECOND
LONGER THAN I NEED TO.

I TRY TO PUT ALL THE
PIECES TOGETHER, OF
WHERE I AM AND HOW
I GOT HERE, BEFORE
I OFFICIALLY REJOIN
THE WORLD.

THEN, IT'S
JUST THEN.
I REALIZE--







UNCLE
AARON.











THE AVENGERS?







KID, HEY,
I NEED SOME
BLOOD AND
URINE.

OH MY
GOD! TONY
STARK!

YOU
MUST BE THE
MORALESSES.

NICE KID
YA GOT
THERE.



WE ALREADY TOOK
OUR SAMPLES,
MR. STARK.

I DO MY
OWN LAB WORK,
DOCTOR.

TONY
STARK.

HEY,
KID.

LET'S SEE
IF WE CAN'T
FIX THIS FOR
YOU.

M'REALLY
PIZZY.

WELL, IT IS
EXCITING TO
MEET ME.

MET Y'BFORE...



I
REMEMBER,
MILES.

I
REMEMBER
WHAT YOU DID
FOR ME, FOR
THE COUNTRY.

JUST LAST
WEEK YOU KEPT
THAT HELICARRIER
OUT OF A
MADWOMAN'S
HANDS.

YOU SAVED
EUROPE FROM
A MASSIVE
TERRORIST
ATTACK.

WAS LAST WEEK?

MILES?

OH, GOD!
I HATE THIS
SO MUCH,
MR. STARK...

LET ME DO
SOME WORK
ON THIS...

IF HE
GROWS EXTRA
ARMS, CALL ME
IMMEDIATELY.

WAIT,
WHAT?

YOU KNOW
THERE'S NO
BATHROOM ON
AN AVENGERS'
QUINJET?











THERE
HE IS...



YOU KNOW
WHAT I WAS
THINKIN', LIKE,
THIS ENTIRE
TIME I'VE BEEN
HERE...



YAH,
WAZZAT?

NONE OF THIS
WOULD'A HAPPENED
IF IT WAS JUST ME AND
MY BEST FRIEND AT THE
MOVIES AND MESSING
AROUND WITH LEGOS
AND STUFF.



WAIT, DO
YOU MEAN
ME...











THE END.

WEB-HEADS



"Bye, Spider-Man"

By Brian Michael Bendis

Hi! Hey! I'm Brian, the co-creator of Miles Morales. And if you are just tuning in, you missed a lot! But the headline today is—after eighteen-plus years, 240 issues, over 300 if you count minis, specials, annuals, and events, and I do :)—I am done.

I am moving on. This is my last issue of Spider-Man. Maybe ever. Eighteen years!

I didn't see any of this coming. I did not see Miles Morales becoming a "thing." I did not see him leaping from comics to cartoons to toy shelves and now...movies! And even if I did, maybe, sometimes, dream about it in my quietest of moments, I certainly didn't imagine it all happening while I was still alive and certainly not while I was still on the book. This stuff, if it happens, usually happens decades later. It took X-Men forty years to make it to the big screen. Miles did it in seven! That's crazy!

Okay. A little context into Miles' history...

I've said this so many times and people think I'm being coy, but I'm really not—Miles should not have worked. I know enough about pop culture. I'd fancy myself a professor of popular culture if you all wouldn't make fun of me. I know enough to know that Miles should not have worked. Peter Parker wasn't broken. Spider-Man never has and never will need "fixing." The world wasn't clamoring for someone to come along and fix Spider-Man already.

But what Spider-Man had subtly done over the years is grow beyond itself. Quite a few things were happening in the comics. First off, we launched this comic then called **ULTIMATE SPIDER-MAN** which chronicled the TEEN exploits of Peter Parker as if they happened today instead of 1960-something. Now there were different Spider-Man titles doing very well. Then, over in **AMAZING SPIDER-MAN**, quite a few supporting or "legacy" characters became very popular. Popular enough to get their own comics and toys. Before you knew it Spider-Man was more than a character, he had become his own universe. Here come the cartoons and games and...

A Spider-Verse is born. If you will...

Nick Lowe, editor of this book on and off for most of its ENTIRE run, is more than partly responsible for the Spider-Verse. It's a tribute to his abilities as an editor that it thrives and surprises so much so often in so many formats.

FLASHBACK! At Marvel, we have frequent get-togethers called "retreats" where we just sit around and talk about

everything you'd think nerds of our caliber would talk about. One of the subjects was **ULTIMATE SPIDER-MAN**. We talked about what we would do differently today. We talked about his universal appeal. His unique global appeal. We talked about how Spider-Man, if you look at the basic building blocks of his origin, where he's from, what motivated him, there's really nothing that said this character should be Caucasian. In fact, you could argue there's very little that says he should be. Is that part of his unique appeal?

Could Spider-Man BE someone else? Who? Why?

Well, those ideas scared the hell out of me. So I did what you do when something scares the hell out of you creatively. You do it. You do it in spite of.

Co-created by Sara Pichelli, the artist of **ULTIMATE SPIDER-MAN**, with a great deal of input and inspiration from Marvel Chief Creative Officer Joe Quesada, Miles Morales was born.

We created a brand-new Spider-Man. But none of it was easy. Should he be created from scratch or should he be something out of the **ULTIMATE SPIDER-MAN** story? Should Miles be motivated by Peter Parker or should he be motivated by his own situation? Both? Should they EVER meet? Is the world ready for a new kind of Spider-Man? Does the world want this?

And was this really Ganke's story the entire time?

All good questions. All scary questions.

I sat on this for a while. I needed that extra-special magic connection in my brain. Between Miles and Peter? Between myself and the character? A couple months later, on a long bike ride, the simple, elegant idea finally found its way to the surface: If Peter Parker dies heroically enough, he could be the "Uncle Ben" character to this new Spider-Man. Then he continues the legacy of Peter, which is the legacy of Uncle Ben, which is the legacy of "with great power there must also come great responsibility." This new character can feel the words from his new perspective. Now we have a Spider-Man that means something to the legacy of Spider-Man but takes it in a completely different direction.

And then, yada yada yada... They made a Miles Build-a-Bear!

And here we are, you and I, at the end of the run. How do you say goodbye to an audience filled with those who may have just joined you (every comic is someone's first) and others who have been with us since the beginning? Well, I had been thinking about THAT for months. Once I knew my time at Marvel

was done I asked myself: How do you wrap up such a thing? What does a "last" story after eighteen years feel like? How does a story sum up everything you want to say about the franchise, the characters and your personal feelings about all things Spider-Man?

Well, last December I caught a MRSA infection that went septic. I was in the hospital for most of December. It's the worst thing that ever happened to me. I flat out almost died three times. No joke. My wife saved my life for real. I spent most of December in and out of consciousness as my body held on.

But every time I woke up in the hospital, one or some or all of my friends were there in my room. Some of them are, of course, famous comic book people whose names you might know. Others are big-time doctors you don't know, but if you like my world you should salute them. They are why I am still here.

If you didn't know, Portland, Oregon, where I live, is lousy with comics creators. Almost to a ridiculous degree. Most of us all know and hang out with each other. Some of these people I consider family.

I kept waking up to see Matt Fraction asleep in a chair only to find out from others he hadn't left the chair for days. Every day Greg Rucka came in with Hanukkah cookies from a local old-school bakery. I woke up once to David Walker, Mike Oeming, Taki Soma, and David Marquez each trying to top each other's poop-related horror stories. They didn't even see me wake up because they were having such a good time.

Hey, this sounds a lot like what you just read! Yeah, you're getting it. Every time I opened my eyes...friendship and love. Every time. So as I thought about what I wanted to leave you with it was obvious that the world had shown me how to end this run. So we made this. I left you with a Marvel version of what I felt like in the hospital. Warmth. Love. Friendship. It's how you always made me feel when you bought this book.

Two weeks before, I decided to take the biggest chance in my adult life and leave Marvel for the Distinguished Competition. Not because I am mad at Marvel, but because the mountain had been climbed.

My old friends at Marvel, when they heard I got sick, had literally stopped the presses. Even though I had politely quit, given notice, jumped ship to the competition, Joe Quesada, Tom Brevoort, and the others...didn't care. They said, "Get better and finish your work, we'll wait!" That's why people love Marvel comics so much. The people that make these comics are good people, mostly :), who live by the codes they write and draw about. (Again, mostly, but WAY more than you'd guess. It's kind of amazing.)

WEB-HEADS



This was my childhood dream job. Actually, my dream job was to have written A Spider-Man comic. I leave behind the longest running Spider-Man run ever. Dan Slott only missed by 100 issues. :)

2000. 1999. actually. I was first teamed up with Mark Bagley. It was a blind date. We were thrust together. We did the first 111 issues together. In retrospect, the entirety of my over-the-top success at Marvel is due to my calm and compassionate friend Mark Bagley being nothing but calm and compassionate with me in those early days.

And then, in relation to how many comics we're talking about, a VERY elite group of artists joined us. Stuart Immonen and David Lafuente did amazing runs with me. I am so proud of them and all the other artists who have dropped by for a one-shot or pin-up or cover.

Then came a couple of very special collaborators.

First, the aforementioned Sara Pichelli. She came to ULTIMATE SPIDER-MAN early in her career. C.B. Cebulski, my old friend and now EDITOR IN CHIEF (!) discovered her fashion-infused brilliant work and I bore witness to her fast artistic evolution right here on this book. She joined me in the creation on Miles Morales, Ganke, Rio, etc. She was such an amazing collaborator on the two SPIDER-MEN series and then GUARDIANS OF THE GALAXY...but that meant she wasn't drawing this book.

Now, with some collaborators, you work well but have no actual relationship, while with others you can strike a deep, long friendship.

Enter Texas-born David Marquez. He came to the book and my life after doing just a little work at Marvel but it was so clear he was about to explode. And he did. It was awesome. And then we tricked him into moving to Portland. David has been an amazing friend and partner. Buy whatever book you see his name on. He is the real damn deal. If Sara is Miles' Steve Ditko, David is Miles' John Romita. Google it, it's a phenomenal reference. :)

David and Sara? Man, that is two HUGE careers out of one book!

But this last book is dedicated to my friend and longest collaborator on so many, many books...Justin Ponsor. Justin has been on this book for over a decade. He brought his masterful blend of cinematic palette to everything and everyone from Bagley on up to our most recent collaborator, the lovely Oscar Bazaldua.

As some of you may know, Justin fell ill, too. We are all hoping he pulls through. The only reason he is not coloring this issue, which was written with him in mind, is because he can't at the moment. The amazing Laura Martin has stepped in for him and in tribute to his amazing contribution to this book.

Eighteen years! Hundreds of issues! It is so difficult to thank everyone. And I haven't even thanked Oscar. Oscar, you have made my last years on this book a blessing. I am truly sorry to be breaking up this team because, like Sara and David before him, it has been so fun to watch you pop. Every issue is better than the last and the last was amazing. Oscar, thank you. Call me.

So take a minute and read the fine print on this book's credits. Every single person really hunkered down to make every issue special. We all knew how important Miles and company are to the readers and we all worked VERY hard to make every issue honest.

Every letterer, colorist, penciler, inker, and editor that graced our pages... thank you.

To the creators now entrusted with Miles, Ganke, Lana, Rio and Jefferson... thank you. Take good care of them, but, and I am saying this publicly, don't be nice to them. Give them good stories that challenge the hell out of them. Do stuff I NEVER would have done. Nothing would make me happier.

So this is it. The end of the run. Everything about my life has changed in that time. I was a feisty up-and-comer living in Cleveland when I got this book. Now I'm married with four kids in Portland and I got my "veteran comics creator" ID card when I finished my X-MEN run. This book has taken me around the world, to Japan, Bolivia, London, Paris, and even Detroit! I have met fans who have lovingly and painstakingly stitched together their own cosplay so it looks EXACTLY like Bagley drew it. People made Miles costumes for years before you could buy them. Just this last ECCO, a kick-ass female fan came cosplaying as KONG. And he hasn't been in the book in years.

I could write a long, memory-filled dissertation on every single issue, that's how much I have to say and feel about this life-altering opportunity. There were times where my world had crumbled to the point of nothing and this book, crafting and writing these characters, got me through it. I figured out who I wanted to be while writing this book.

I once got to tell Stan Lee that and, to my delight, he quietly admitted that the same thing happened to him.

Miles, I miss you already. I actually

have a book at DC that I know you'd be perfect for, but Marvel said no. But I tried.

Ganke, Ned, whatever your name is... Don't tell anyone, I'm going to miss you most of all.

I was going to say I was going to miss you, the reader, most of all, but I feel like when Letterman switched networks. It's sad, but I'm still going to be on the stands on Wednesday. I hope I'll see you over there. But meanwhile, please continue to support this book in whatever form it takes. The creators have my full blessing and support. I have had long talks with them. I'm excited. You and I get to read this book together for the first time.

And I am consulting on, and have seen, the Spider-Verse movie starring Miles. It's so good. December!

Joe Quesada and Bill Jemas originally hired me for this job and they pretty much let me do whatever I wanted the entire time, including ignoring the fact that it was a six-issue miniseries (true story) and then I got to write the cartoons and the video games... Thank you.

And as I think of all the joy this book has given me on so many levels. The best? It brought me to you. The best fans. When you see me at a show say you read this. You get a hug.

This offer is good for life.

Thank you.

Thank you, thank you, thank you.

BENDIS!

We here in the Spidey-Office and at Marvel in general want to add our thanks on top of Brian's to everyone who's worked on this Spider-Man saga and the creation of Miles and his world. And we want to add a huge note of thanks to Brian Michael Bendis himself. Those of us who've worked on this book know how much of Brian's heart and soul are in this book and character and world. Brian and Mark and Stuart and David L. and Sara and David M. and Oscar all did incredible work to make some of the best comics ever. And on a more personal note, Brian was one of the first writers I worked with as an editor, and from day one when I called him to talk about DAREDEVIL lettering notes to the days on ULTIMATE SPIDER-MAN to our time on ALL-NEW X-MEN to this very series, Brian always went out of his way to listen and collaborate. It didn't matter if I was a green assistant editor or an executive editor. That's not every collaborator, people. That takes a special person, and I feel lucky to call Brian a friend and am very sad to see him go. We'll always have ULTIMATE SPIDER-MAN #66 and #67, Brian.

Sincerely,
Nick





THE